

Gregg M. Galardi, Esq.
 Ian S. Fredericks, Esq.
 SKADDEN, ARPS, SLATE, MEAGHER &
 FLOM, LLP
 One Rodney Square
 PO Box 636
 Wilmington, Delaware 19899-0636
 (302) 651-3000

Dion W. Hayes (VSB No. 34304)
 Douglas M. Foley (VSB No. 34364)
 MCGUIREWOODS LLP
 One James Center
 901 E. Cary Street
 Richmond, Virginia 23219
 (804) 775-1000

- and -

Chris L. Dickerson, Esq.
 SKADDEN, ARPS, SLATE, MEAGHER &
 FLOM, LLP
 155 North Wacker Drive
 Chicago, Illinois 60606-7120
 (312) 407-0700

Counsel to the Debtors and
 Debtors in Possession

IN THE UNITED STATES BANKRUPTCY COURT
 FOR THE EASTERN DISTRICT OF VIRGINIA
 RICHMOND DIVISION

- - - - -	- - - - -	x
In re:	:	Chapter 11
	:	
CIRCUIT CITY STORES, INC.,	:	Case No. 08-35653 (KRH)
<u>et al.</u> ,	:	
	:	
Debtors.	:	Jointly Administered
- - - - -	- - - - -	x

**ORDER ON DEBTORS' FORTY-FIRST OMNIBUS OBJECTION TO CLAIMS
 (DISALLOWANCE OF CERTAIN NO LIABILITY CLAIMS THAT WERE
 (I) PAID PREPETITION OR (II) SATISFIED POSTPETITION)**

THIS MATTER having come before the Court on the
 Debtors' Forty-First Omnibus Objection to Claims
 (Disallowance of Certain No Liability Claims that were (I)
 Paid Prepetition or (II) Satisfied Postpetition) (the
 "Objection"), which requested, among other things, that the

claims specifically identified on Exhibit C and Exhibit D attached to the Objection be disallowed for those reasons set forth in the Objection; and it appearing that due and proper notice and service of the Objection as set forth therein was good and sufficient and that no other further notice or service of the Objection need be given; and it further appearing that one claimant filed a response; and it appearing that the relief requested on the Objection is in the best interest of the Debtors, their estates and creditors and other parties-in-interest; and after due deliberation thereon good and sufficient cause exists for the granting of the relief as set forth herein,

IT IS HEREBY ORDERED ADJUDGED AND DECREED THAT:

1. The Objection is GRANTED.
2. The Claims identified on Exhibit A as attached hereto and incorporated herein, are forever disallowed for all purposes in these bankruptcy cases.
3. The status hearing on the Objection to the claim identified on Exhibit B as attached hereto and incorporated herein, is hereby adjourned to December 7, 2009, at 2:00 p.m. (Eastern) or until such later time as agreed by the parties.

4. The Debtors' rights and abilities to object to any claim included in the Objection on any grounds and on any bases are hereby preserved in their entirety.

5. The Debtors shall serve a copy of this Order on the claimants included on the exhibits to this Order on or before five (5) business days from the entry of this Order.

Dated: Richmond, Virginia
_____, 2009

HONORABLE KEVIN R. HUENNEKENS
UNITED STATES BANKRUPTCY JUDGE

WE ASK FOR THIS:

Gregg M. Galardi, Esq.
Ian S. Fredericks, Esq.
SKADDEN, ARPS, SLATE, MEAGHER & FLOM, LLP
One Rodney Square
PO Box 636
Wilmington, Delaware 19899-0636
(302) 651-3000

- and -

Chris L. Dickerson, Esq.
SKADDEN, ARPS, SLATE, MEAGHER & FLOM, LLP
155 North Wacker Drive
Chicago, Illinois 60606-1720
(312) 407-0700

- and -

/s/ Douglas M. Foley
Dion W. Hayes (VSB No. 34304)
Douglas M. Foley (VSB No. 34364)
MCGUIREWOODS LLP
One James Center
901 E. Cary Street
Richmond, Virginia 23219
(804) 775-1000

Counsel to the Debtors
and Debtors in Possession

CERTIFICATION OF ENDORSEMENT UNDER LOCAL RULE 9022-1(C)

Pursuant to Local Bankruptcy Rule 9022-1(C), I hereby certify that the foregoing proposed order has been endorsed by or served upon all necessary parties.

/s/ Douglas M. Foley
Douglas M. Foley

\10137403

EXHIBIT A

CREDITOR'S NAME AND ADDRESS	CLAIM NUMBER	ASSERTED CLAIM AMOUNT *	DATE FILED	DOCKETED DEBTOR
AMERICAN RECORDER TECHNOLOGIES PO BOX 1450 SIMI VALLEY, CA 93062	243	Secured: Priority: Administrative 503(b)(9): 4,347.00 Unsecured: Total: \$4,347.00	12/03/2008	CIRCUIT CITY STORES, INC. (08-35653)
COBY ELECTRONICS CORPORATION ED FARRELLY NATIONAL CREDIT MANAGER 1991 MARCUS AVE STE 301 LAKE SUCCESS, NY 11042	163	Secured: Priority: Administrative 503(b)(9): Unsecured: 7,370.35 Total: \$7,370.35	12/01/2008	INTERTAN, INC. (08-35655)
ELEETS TRANSPORTATION COMPANY INC 3131 ST JOHNS BLUFF JACKSONVILLE, FL 32246-0000	4581	Secured: Priority: Administrative 503(b)(9): Unsecured: 368,718.49 Total: \$368,718.49	01/20/2009	CIRCUIT CITY PURCHASING COMPANY, LLC (08-35657)
HAY GROUP INC 100 PENN SQ EAST THE WANAMAKER BLDG PHILADELPHIA, PA 19107-3388	1988	Secured: Priority: Administrative 503(b)(9): Unsecured: 6,000.00 Total: \$6,000.00	12/29/2008	CIRCUIT CITY STORES, INC. (08-35653)
MACE GRP INC MACALLYPERIPHERAL 4601 E AIRPORT DR ONTARIO, CA 91761	681	Secured: Priority: Administrative 503(b)(9): 4,416.80 Unsecured: UNL Total: \$4,416.80	12/09/2008	CIRCUIT CITY STORES, INC. (08-35653)
MIDLAND, CITY OF RECORDS DIVISION 601 N LORAIN MIDLAND, TX 79701	3233	Secured: Priority: Administrative 503(b)(9): Unsecured: 300.00 Total: \$300.00	01/09/2009	CIRCUIT CITY STORES, INC. (08-35653)

* "UNL" denotes an unliquidated claim.

EXHIBIT A

CREDITOR'S NAME AND ADDRESS	CLAIM NUMBER	ASSERTED CLAIM AMOUNT *	DATE FILED	DOCKETED DEBTOR
PANASONIC CORPORATION OF NORTH AMERICA SCHULTE ROTH & ZABEL LLP ATTN DAVID HILLMAN ESQ 919 THIRD AVE NEW YORK, NY 10022	8040	Secured: Priority: Administrative 503(b)(9): Unsecured: <u>2,950,620.77</u> Total: <u>\$2,950,620.77</u>	01/29/2009	CIRCUIT CITY STORES, INC. (08-35653)

Total: 7 \$3,341,773.41

* "UNL" denotes an unliquidated claim.

EXHIBIT A

CREDITOR'S NAME AND ADDRESS	CLAIM NUMBER	ASSERTED CLAIM AMOUNT *	DATE FILED	DOCKETED DEBTOR
GORILLA NATION MEDIA LLC ATTN GENERAL COUNSEL 5140 GOLDLEAF CIR 3RD FL LOS ANGELES, CA 90056	9497	Secured: Priority: Administrative 175,210.07 503(b)(9): Unsecured: Total: \$175,210.07	01/30/2009	CIRCUIT CITY STORES, INC. (08-35653)
KCAL TV HELEN D ANTONA CBS LAW DEPARTMENT 51 W 52ST NEW YORK, NY 10019	11692	Secured: Priority: Administrative 21,590.00 503(b)(9): Unsecured: Total: \$21,590.00	02/19/2009	CIRCUIT CITY STORES, INC. (08-35653)
KCBS TV HELEN D ANTONA CBS LAW DEPARTMENT 51 W 52 ST NEW YORK, NY 10019	11693	Secured: Priority: Administrative 42,563.75 503(b)(9): Unsecured: Total: \$42,563.75	02/19/2009	CIRCUIT CITY STORES, INC. (08-35653)
KMAX TV CBS HELEN E D ANTONA 51 W 52 ST NEW YORK, NY 10019	11538	Secured: Priority: Administrative 3,973.75 503(b)(9): Unsecured: Total: \$3,973.75	02/23/2009	CIRCUIT CITY STORES, INC. (08-35653)
KPIX TV HELEN D ANTONA CBS LAW DEPARTMENT 51 W 52 ST NEW YORK, NY 10019	11691	Secured: Priority: Administrative 22,780.00 503(b)(9): Unsecured: Total: \$22,780.00	02/19/2009	CIRCUIT CITY STORES, INC. (08-35653)
KTVT TV CBS HELEN E D ANTONA 51 W 52 ST NEW YORK, NY 10019	11540	Secured: Priority: Administrative 10,540.00 503(b)(9): Unsecured: Total: \$10,540.00	02/23/2009	CIRCUIT CITY STORES, INC. (08-35653)

* "UNL" denotes an unliquidated claim.

EXHIBIT A

CREDITOR'S NAME AND ADDRESS	CLAIM NUMBER	ASSERTED CLAIM AMOUNT *	DATE FILED	DOCKETED DEBTOR
KYW TV HELEN E D ANTONA CBS LAW DEPARTMENT 51 W 52 ST NEW YORK, NY 10019	8666	Secured: Priority: Administrative 3,697.50 503(b)(9): Unsecured: Total: \$3,697.50	01/30/2009	CIRCUIT CITY STORES, INC. (08-35653)
PLATFORM A INC MALCOLM M MITCHELL JR C O SEYMOUR AND PEASE LLP 277 S WASHINGTON ST STE 310 ALEXANDRIA, VA 22314	13104	Secured: Priority: Administrative 5,177,126.17 503(b)(9): Unsecured: Total: \$5,177,126.17	05/23/2009	CIRCUIT CITY STORES, INC. (08-35653)
PROSITE BUSINESS SOLUTIONS LLC ROBERT H CAPPELL II JENNIFER J WEST SPOTTS FAIN PC 411 E FRANKLIN ST STE 600 RICHMOND, VA 23219	13127	Secured: Priority: Administrative 54,987.08 503(b)(9): Unsecured: Total: \$54,987.08	03/20/2009	CIRCUIT CITY STORES, INC. (08-35653)
TREMOR MEDIA INC DENNIS T LEWANDOWSKI ESQ KAUFMAN & CANOLES A PROFESSIONAL CORPORATION 150 W MAIN ST STE 2100 NORFOLK, VA 23510	11739	Secured: Priority: Administrative 420,248.25 503(b)(9): Unsecured: Total: \$420,248.25	03/16/2009	CIRCUIT CITY STORES, INC. (08-35653)
WGN TV 2501 W BRADLEY PL CHICAGO, IL 60618	11774	Secured: Priority: Administrative 98,090.00 503(b)(9): Unsecured: Total: \$98,090.00	03/16/2009	CIRCUIT CITY STORES, INC. (08-35653)
WJZ TV CBS HELEN E D ANTONA 51 W 52 ST NEW YORK, NY 10019	11525	Secured: Priority: Administrative 6,970.00 503(b)(9): Unsecured: Total: \$6,970.00	02/23/2009	CIRCUIT CITY STORES, INC. (08-35653)

* "UNL" denotes an unliquidated claim.

EXHIBIT A

CREDITOR'S NAME AND ADDRESS	CLAIM NUMBER	ASSERTED CLAIM AMOUNT *	DATE FILED	DOCKETED DEBTOR
WKBD TV CBS HELEN E D ANTONA 51 W 52 ST NEW YORK, NY 10019	11539	Secured: Priority: Administrative 9,435.00 503(b)(9): Unsecured: _____ Total: \$9,435.00	02/23/2009	CIRCUIT CITY STORES, INC. (08-35653)
WPSG TV HELEN E D ANTONA CBS LAW DEPARTMENT 51 WEST 52 ST NEW YORK, NY 10019	8668	Secured: Priority: Administrative 2,932.50 503(b)(9): Unsecured: _____ Total: \$2,932.50	01/30/2009	CIRCUIT CITY STORES, INC. (08-35653)
WWJ TV HELEN D ANTONA CBS LAW DEPARTMENT 51 W 52 ST NEW YORK, NY 10019	11690	Secured: Priority: Administrative 18,976.25 503(b)(9): Unsecured: _____ Total: \$18,976.25	02/19/2009	CIRCUIT CITY STORES, INC. (08-35653)

Total: 15 \$6,069,120.32

* "UNL" denotes an unliquidated claim.

EXHIBIT B

CREDITOR'S NAME AND ADDRESS	CLAIM NUMBER	ASSERTED CLAIM AMOUNT *	DATE FILED	DOCKETED DEBTOR
MICROSOFT CORPORATION K&L GATES LLP ATTN MARC BARRECA 925 FOURTH AVE STE 2900 SEATTLE, WA 98104-1158	965	Secured: Priority: Administrative 503(b)(9): 844,900.00 Unsecured: Total: \$844,900.00	12/19/2008	CIRCUIT CITY STORES, INC. (08-35653)

Total: 1 \$844,900.00

* "UNL" denotes an unliquidated claim.